

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF OKLAHOMA**

**NORTHUMBERLAND COUNTY
RETIREMENT SYSTEM, et al.,**

Plaintiffs,

vs.

GMX RESOURCES, INC., et al.

Defendants.

NO. CIV-11-00520-D

**DECLARATION OF DON STRONG IN SUPPORT OF THE MOTION OF THE
BERBENICH GROUP TO BE APPOINTED LEAD PLAINTIFF AND TO
APPROVE PROPOSED LEAD PLAINTIFF’S CHOICE OF COUNSEL**

I, Don Strong, hereby declare as follows:

1. I am member of the law firm of Strong, Martin & Associates, P.L.L.C.
2. Timothy Berbenich, Kristy Berbenich and Thomas Janowitz (the “Berbenich Group” or “Movant”) seek appointment as Lead Plaintiff pursuant to Section 27(a)(3)(B) of the Securities Act of 1933 (the "Securities Act") in the above-captioned action (the “Action”).
3. I submit this Declaration, together with the attached exhibits, in support of the Motion of the Berbenich Group, to appoint the Berbenich Group to serve as Lead Plaintiff on behalf of the Class and to approve Movant’s choice of Kahn Swick & Foti, LLC, as Lead Counsel. I am fully familiar with the facts set forth herein.
4. Attached hereto as Exhibit A are true and correct copies of the sworn shareholder certifications of Timothy Berbenich, Kristy Berbenich and Thomas Janowitz.

5. Attached hereto as Exhibit B is a true and correct copy of the Berbenich Group's summary loss chart.

6. Attached hereto as Exhibit C is a true and correct copy of the press release published on December 5, 2011, at 6:30 pm EST, on *PRNewswire*, a well-known, national news service, announcing the pendency of the lawsuit commenced by Northumberland County Retirement System and Oklahoma Law Enforcement Retirement System, against defendants herein.

7. Attached hereto as Exhibit D is a true and correct copy of the firm resume of Kahn Swick & Foti, LLC.

I declare under penalty of perjury under the laws of the state of Oklahoma that the foregoing facts are true and correct. Executed this 3rd day of February, 2012, at Oklahoma City, Oklahoma.

/s/ Don S. Strong
Don S. Strong